

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 HELD APRIL 4, 2019

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Denargo Market Metropolitan District No. 1 (referred to hereafter as the "District") was held on Thursday, the 4th day of April, 2019, at 4:30 p.m., at The Waterford at RiNo, 2797 Wewatta Way, Denver, Colorado 80216. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Donald D. Cabrera
Todd T. Wenskoski
Jason M. Mitchell
Daniel V. Metzger

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Mitchell and, upon vote, unanimously carried, the absence of Director Abrams was excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Paula Williams, Esq.; McGeady Becher P.C.

Jason Carroll; CliftonLarsonAllen LLP

Laura Newman; Golub & Company LLC

Sarah Rockwell; Kaplan Kirsch Rockwell

Bill Valaika; DAE Group LLC (for a portion of the meeting)

Chase Hill and Adam Wallace; Cypress Real Estate Advisors (for a portion of the meeting)

DISCLOSURE OF POTENTIAL

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential

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CONFLICTS OF INTEREST

conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Attorney Williams noted that disclosures of potential conflicts of interest statements for each of the Directors had been filed with the Secretary of State seventy-two hours in advance of the meeting. Ms. Finn requested that the Directors consider whether they had any additional conflicts of interest to disclose. It was noted for the record that there were no additional disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statutes.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn reviewed with the Board a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Cabrera, seconded by Director Mitchell and, upon vote, unanimously carried, the Agenda was approved.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, and upon motion duly made by Director Abrams, seconded by Director Cabrera and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries. The Board further noted that the location of the special meeting is within a 20-mile radius of the boundaries of the District.

Minutes: The Board reviewed the Minutes of the November 20, 2018 Regular Meeting and the December 20, 2018 Special Meeting.

Following discussion, upon motion duly made by Director Mitchell, seconded by Director Metzger and, upon vote, unanimously carried, the Board approved the Minutes of the November 20, 2018 Regular Meeting and the December 20, 2018 Special Meeting.

PUBLIC COMMENT

There were no public comments at this time.

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**CAPITAL
MATTERS**

Cypress Real Estate Advisors: Mr. Valaika addressed the Board regarding a request from Cypress Real Estate Advisors concerning the District accepting sanitary sewer manholes for ownership and maintenance.

Following discussion, upon motion duly made by Director Metzger, seconded by Director Cabrera and, upon vote, unanimously carried, the Board directed Ms. Finn to research ownership of the 12 inch sanitary sewer line and if owned by the District the Board authorized Ms. Finn to sign the Letter of Approval for acceptance of the sanitary sewer manholes for ownership and maintenance, subject to receipt of the Construction Activity Permit, permit fees, damage deposit and final inspection of the improvements by the District.

Site Plans for Sidewalk and Landscaping Modifications: The Board deferred discussion at this time.

License Agreement for Maintenance of Sidewalks and Landscaped Areas: The Board deferred discussion at this time.

Construction Activity Permit from Cypress Real Estate Advisors: Ms. Finn advised the Board that she has not yet received a Construction Activity Permit, permit fees, or damage deposit from Cypress Real Estate Advisors. Mr. Hill requested that the District accept a Letter of Credit instead of cash for the damage deposit.

Following discussion, the Board agreed it would accept a Letter of Credit for the damage deposit.

Street and Sidewalk Closures: Mr. Hill represented that no street closures are anticipated in the near future and that a traffic plan will be provided to Ms. Finn.

**FINANCIAL
MATTERS**

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Dec. 10, 2018	Period Ending Jan. 22, 2019	Period Ending Feb. 21, 2019	Period Ending March 15, 2019
General	\$ 26,496.07	\$ 13,753.90	\$ 14,294.38	\$ 12,341.45
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 26,496.07	\$ 13,753.90	\$ 14,294.38	\$ 12,341.45

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Following discussion, upon motion duly made by Director Cabrera, seconded by Director Mitchell and, upon vote, unanimously carried, the Board ratified approval of the payment of the claims, as amended.

Unaudited Financial Statements for District 1: Mr. Carroll reviewed with the Board the unaudited financial statements for both Districts Nos. 1 and 2 (informational only) through the period ending December 31, 2018 and Schedule of Cash Position as of December 31, 2018, updated February 27, 2019.

Following review, upon motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for District No. 1 through the period ending December 31, 2018 and Schedule of Cash Position as of December 31, 2018, updated February 27, 2019.

2018 Application for Exemption from Audit: The Board reviewed the 2018 Application for Exemption from Audit.

Following review and discussion, upon motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board ratified approval of the preparation, execution and filing of the Application for Exemption from Audit for 2018 with the State Auditor.

LEGAL MATTERS

Engagement of Aztec Consultants, Inc.: The Board reviewed a proposal from Aztec Consultants, Inc. to prepare an updated boundary map for District No. 2.

Following discussion, upon motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board approved the proposal from Aztec Consultants, Inc. to prepare an updated boundary map for District No. 2.

OPERATIONS AND MAINTENANCE

Maintenance Report: Ms. Finn reported to the Board that the security company is having issues with dogs being off leash in the park.

Following discussion, the Board authorized Ms. Finn to direct the security company to notify Denver's Code Enforcement of the issue.

OTHER MATTERS

There were no other matters to discuss at this time.

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ADJOURNMENT


There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

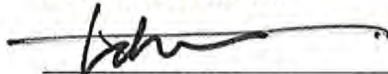
By: 
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 4, 2019 MEETING MINUTES OF THE DENARGO MARKET METROPOLITAN DISTRICT NO. 1 BY THE BOARD OF DIRECTORS SIGNING BELOW:

Kate E. Abrams



Donald D. Cabrera



Todd T. Wenskoski

Jason M. Mitchell

Daniel V. Metzger